

Ken and Linda Lay
Balance Sheet Comparison
October 31, 2000

	<u>9/30/00</u>	<u>10/31/00</u>	<u>Variance</u>	
Current Assets	6,199,019	6,682,818	483,799	New loans to TDH net of funds invested in broker accounts
Marketable Investments				
Com & Pref Stocks	181,443,462	176,282,268	(5,161,194)	ENE dec. \$5.56 from pr. Mo.; CPQ inc. \$2.81 from pr. Mo.
Executive Stock Options	166,689,893	152,050,868	(14,639,025)	ENE dec. \$5.56 from pr. Mo.; CPQ inc. \$2.81 from pr. Mo.
Bonds	301,200	301,200	-	
Mutual Funds	13,714,752	11,029,849	(2,684,903)	Sold Funds-PW Strategy & MunderNet
Partnerships (Family)*	66,282,263	61,831,489	(4,450,774)	
Long Term Investments	47,265,085	47,935,395	670,310	SRE Properties
Retirement/Deferred Assets	73,856,822	69,764,646	(4,092,176)	Decrease in ENE
Personal Non Earning Assets	2,896,064	3,024,977	128,913	
Current Liabilities	(83,134,111)	(88,914,329)	(5,780,218)	TNPC, Inc., Juniper, MV Partners Acoustics, Hostcentric, eVelocity, expenses
Long Term Liabilities	(131,376,846)	(121,520,453)	9,856,393	Decrease in Def. Tax Liability,
Business Liabilities	<u>(240,326)</u>	<u>(251,687)</u>	<u>(11,361)</u>	
NET WORTH	<u>\$ 343,897,277</u>	<u>\$ 318,217,042</u>	<u>(25,680,235)</u>	

CONTINGENT LIABILITIES:

Ken and Linda have guaranteed a mortgage in the amount of \$900,000 maturing on January 1, 2014 with an interest rate of 6.88% at Bank of America for their daughter, Robyn Vermeil. This loan is collateralized by property appraised at \$965,000 as of December 9, 1998.

Ken has also guaranteed three secured notes in the amounts of \$183,900 maturing on February 28, 2001, \$250,000 and \$275,000 maturing on October 23, 2001 with an interest rate of 30-Day LIBOR + 1.5% for his sister, Sharon Lay. These loans are collateralized by residential real estate.

Linda has guaranteed a note secured by a 2000 Toyota Avalon in the amount of \$26,949 and a note secured by a 2001 Toyota in the amount of \$19,381.

The outstanding commitments for various investments total \$ 23,855,491.

* Value based on FMV of partnership assets. No discount for partnership interest is shown.

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List of Outstanding Commitments
As of October 31, 2000

PERSONAL	Total Commitment	Total Invested	Outstanding Commitment
Capricorn Investors II LP	500,000	476,415	23,585
Capricorn Investors III LP	750,000	284,672	465,328
Carson Private European Fund	1,500,000	1,050,000	450,000
Chase Cap Ptrs Private Eq Fund	5,000,000	1,073,260	3,926,740
Corporate Opportunities Funds	750,000	375,000	375,000
Environmental Opportunities Fund	500,000	475,000	25,000
Environmental Opportunities II Fund	400,000	168,000	232,000
Lazard Technology Partners II LP	1,000,000	327,162	672,838
Murphree Venture Partners V, LP	500,000		500,000
SRE Properties Partnership No. 1, L.P.	2,500,000	540,000	1,960,000
Sterling Group Partners I, L.P.	2,500,000		2,500,000
Vanguard VII LP	3,000,000	300,000	2,700,000
Westbridge Ventures, L.P.	1,000,000	150,000	850,000
<i>SUBTOTAL</i>	<i>\$ 19,900,000</i>	<i>\$ 5,219,509</i>	<i>\$ 14,680,491</i>

List of Scheduled Commitments:

Houston NFL Holdings	11,675,000	2,500,000	9,175,000
(Offset by Credit Facility at Bank of Am)			
<i>TOTAL</i>	<i>\$ 31,575,000</i>	<i>\$ 7,719,509</i>	<i>\$ 23,855,491</i>

KLL & LPL INVESTMENTS, LTD.	Total Commitment	Total Invested	Outstanding Commitment
Capricorn Investors III LP	250,000	94,891	155,109
Carson Private Capital IV (Hicks Muse)	1,000,000	900,000	100,000
DLJ Millennium Partners LP	250,000	237,500	12,500
G S Private Equity Partners LP	2,000,000	1,359,408	640,592
Lazard Technology Partners II LP	500,000	163,582	336,418
Murphree Venture Partners V, LP	500,000		500,000
Sevin Rosen VI Affiliates	50,000	37,500	12,500
SRE Properties Partnership No. 1, L.P.	2,500,000	540,000	1,960,000
Sterling Group Partners I, L.P.	2,500,000		2,500,000
TCW/Hines Emerging Markets R E	1,000,000	365,566	634,434
Vanguard VII LP	2,000,000	200,000	1,800,000
Westbridge Ventures, L.P.	500,000	75,000	425,000
<i>TOTAL</i>	<i>\$ 13,050,000</i>	<i>\$ 3,973,447</i>	<i>\$ 9,076,553</i>

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Kenneth L. & Linda P. Lay
BALANCE SHEET ANALYSIS
As of: October 31, 2000

	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
<u>ASSETS</u>			
CURRENT ASSETS			
Cash on Hand:			
CASH ON HAND/SK	198.46	.0%	.0
CASH ON HAND/PSTOKES	304.42	.0%	.0
CASH ON HAND/MSTURGIS	199.29	.0%	.0
CASH ON HAND/LEONA	381.63	.0%	.0
CASH ON HAND/PRAKER	300.00	.0%	.0
Total Cash on Hand:	<u>1,383.80</u>	.0%	.0
Checking Accounts:			
BANK OF AMERICA 0707	4,431.38	.0%	.0
BANK OF AMER/LPL PROP	15,963.30	.0%	.0
BANK OF AMER/STOKES	2,245.29	.0%	.0
CHASE BANK CHECKING	344.50	.0%	.0
VECTRA BANK	2,154.30	.0%	.0
UNITY 109-900	2,668.60	.0%	.0
Total Checking Accounts:	<u>27,807.37</u>	.0%	.0
Money Market Accounts:			
WASHINGTON DC ACCT	90,000.00	.0%	.0
Total Money Market Accounts:	<u>90,000.00</u>	.0%	.0
Brokerage Accounts:			
CHARLES SCH-CAPROCK/SCH-CR	48,027.93	.0%	.0
GOLDMAN SACHS/GS-61	96,873.32	.0%	.0
GOLDMAN SACHS/GS-42	150,487.40	.0%	.0
MORGAN STANLEY MMA/MS-36	138,461.68	.0%	.0
MORGAN STANLEY MMA/MS-57	34,998.83	.0%	.0
PAINE WEBBER MMA/PW-22	59.94	.0%	.0
PAINE WEBBER CYPRESS/PW-43	2,869.42	.0%	.0
PAINE WEBBER HB/PW-65	19,517.55	.0%	.0
PAINE WEBBER EGA/PW-11	101,393.37	.0%	.0
SANDERS MORRIS MMA/SMH-JT	.20	.0%	.0
TCW CONC CORE ACCT	23,363.18	.0%	.0
TCW MID CAP ACCT	50,151.02	.0%	.0
WATERHOUSE SEC-MMA/WSI	1,070.05	.0%	.0
Total Brokerage Accounts:	<u>667,273.89</u>	.1%	.1
Savings Accounts:			
ENRON CREDIT UNION/KLL	45.15	.0%	.0
Total Savings Accounts:	<u>45.15</u>	.0%	.0
Treasury Bills:			
SAVINGS BONDS	<u>1,800.00</u>	.0%	.0

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	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
Total Treasury Bills:	1,800.00	.0%	.0
Short-term Receivables:			
ACCT RECV-TDH	500,000.00	.1%	.1
ACCT RECV-TDH (LOOSCAN)	1,000,000.00	.2%	.2
ACCT RECV-MKL	150,000.00	.0%	.0
ACCT RECV-RENT DEP (#1000)	2,102.08	.0%	.0
ACCT RECV-S. HOBBS	112,500.00	.0%	.0
ACCT RECV-D. HOBBS	112,500.00	.0%	.0
ACCT RECV-RRH	20,000.00	.0%	.0
ACCT RECV-RRH(DEL MONTE)	1,535,786.52	.3%	.3
ACCT RECV-RRH (DICKY)	135,000.00	.0%	.0
ACCT RECV-BJONES	105,603.73	.0%	.0
ACCT RECV-RV	42,094.75	.0%	.0
ACCT RECV-JAL	7,878.89	.0%	.0
ACCT RECV-ELV(FL)	580,000.00	.1%	.1
ACCT RECV-E MCELROY	3,050.00	.0%	.0
ACCT RECV-MISC	3.80	.0%	.0
ACCT RECV-RANDY GRAY	126,000.00	.0%	.0
ACCT RECV-S. ADARO	3,200.00	.0%	.0
Total Short-term Receivables:	<u>4,435,719.77</u>	.8%	.8
Notes Receivable:			
FAM PTRNS ANNUITY-2/KLL	730,081.17	.1%	.1
FAM PTRNS ANNUITY-2/LPL	728,707.10	.1%	.1
Total Notes Receivable:	<u>1,458,788.27</u>	.3%	.3
TOTAL CURRENT ASSETS	<u>6,682,818.25</u>	1.3	1.3

MARKETABLE INVESTMENTS

Enron Corp.	\$ 128,738,993.56
Common Stock	12,022,391.75
Fayez Sarofim Mgmt.-Com	3,503,050.61
Sanders Morris Mundy-Com	1,309,684.75
Cypress Asset Mgmt.-Com.	3,877,358.84
Goldman Sachs-Com	2,347,410.31
Goldman Sachs-Internet	1,005,794.50
Caprock Capital Advisors	882,130.90
Harris Bretall	709,683.07
PaineWebber Core Hold.	6,201,738.78
TCW Core Equity	843,345.91
TCW Mid Cap Equity	2,977,743.73
Morgan Stanley & Co.	2,120,952.33
Eagle Global	1,295,413.78
Preferred Stocks	8,446,574.70

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	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
Vested Exec Stock Options:			
CPQ ESO 4-97 5000SH (98)	71,900.00	.0%	.0
CPQ ESO 4-97 25000SH (99)	359,500.00	.1%	.1
CPQ ESO 4-97 4370SH	97,844.30	.0%	.0
CPQ ESO 4-98 12500 SH (00)	19,125.00	.0%	.0
CPQ ESO 4-98 12500 SH (99)	19,125.00	.0%	.0
CPQ ESO 4-98 2,424 SHS	38,711.28	.0%	.0
CPQ ESO 4-99 2,953 SHS	54,807.68	.0%	.0
CPQ ESO 4-99 12500 SH (00)	84,000.00	.0%	.0
ENE ESO 2-94 168,000 SHS	10,972,500.00	2.1	2.1
ENE ESO 2-94 146,400 SHS	9,525,150.00	1.8	1.8
ENE ESO 12-95 203,140 SHS	12,798,327.85	2.4	2.4
ENE ESO 1-96 72,700 SHS	4,629,717.75	.9%	.9
ENE ESO 12-96 118,620 SHS	7,176,806.55	1.4	1.4
ENE ESO 1-97 113,090 SHS	6,764,195.63	1.3	1.3
ENE ESO 1-97 935,000 SHS	56,448,287.50	10.7	10.7
ENE ESO 1-98 95,388 SHS	5,914,294.47	1.1	1.1
ENE ESO 12-98 590,650 SHS	15,809,539.10	3.0	3.0
ENE ESO 12-99 325,000SHS	14,583,562.50	2.8	2.8
ENE ESO 1-00 192,309SHS	6,683,218.52	1.3	1.3
ENE ESO 2-00 13 SHS	254.31	.0%	.0
Total Vested Exec Stock Options:	<u>152,050,867.44</u>	28.7	28.9
Corporate Bond-Convertible:			
LAKEWOOD SPORT CONV/SMH-JT	52,250.00	.0%	.0
LAKEWOOD SPORT-1/SMH-JT	52,250.00	.0%	.0
LAKEWOOD SPRT CONV2/SMH-JT	30,041.00	.0%	.0
EARTHCARE CO DEB/SMH-JT	100,000.00	.0%	.0
EARTHCARE CO 1534SH/SMH-JT	1,534.00	.0%	.0
EARTHCARE CO 2531SH/SMH-JT	2,531.00	.0%	.0
EARTHCARE CO 2594SH/SMH-JT	2,594.00	.0%	.0
PHOTOFETE.COM CONVERT NOTE	60,000.00	.0%	.0
Total Corporate Bond-Convertible:	<u>301,200.00</u>	.1%	.1
Mutual Funds:			
GS 1999 EXCH FND/GS	7,389,641.03	1.4	1.4
TCW SELECT EQUITIES FUND	997,726.34	.2%	.2
TCW AGRESSIVE GRWTH/NB	878,499.90	.2%	.2
TCW AGRESS GRWTH LT	111,350.38	.0%	.0
TCW SMALL GROWTH FUND	1,652,631.57	.3%	.3
Total Mutual Funds:	<u>11,029,849.22</u>	2.1	2.1
Partnerships-other:			
KLL & LPL INVESTMENT PTRNS	60,309,581.00	11.4	11.5
KLL & LPL FAMILY PTRNS	<u>1,521,908.00</u>	.3%	.3

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	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
Total Partnerships-other:	61,831,489.00	11.7	11.8
TOTAL MARKETABLE INVESTMENTS	<u>401,495,673.18</u>	75.9	76.3
LONG-TERM INVESTMENTS			
Residence:			
REAL ESTATE/HUNTINGDON	9,962,329.13	1.9	1.9
Total Residence:	<u>9,962,329.13</u>	1.9	1.9
Real Estate Other Homes:			
REAL ESTATE/ASPEN	2,864,704.05	.5%	.5
REAL ESTATE/ASPEN2	5,575,003.80	1.1	1.1
REAL ESTATE/ASPEN3	6,251,453.78	1.2	1.2
PIRATES' COVE LOTS	299,742.66	.1%	.1
REAL ESTATE/B-3431	447,544.79	.1%	.1
REAL ESTATE/B-3429	695,917.34	.1%	.1
REAL ESTATE/B-3433	859,357.60	.2%	.2
REAL ESTATE/REBA	492,639.61	.1%	.1
REAL ESTATE/CREEKSTONE LOT	1,700,594.25	.3%	.3
REAL ESTATE/WESTGATE	283,195.50	.1%	.1
REAL ESTATE/2514 AVALON	283,421.38	.1%	.1
Total Real Estate Other Homes:	<u>19,753,574.76</u>	3.7	3.8
Real Estate Active Rental:			
REAL ESTATE/1741SR	147,309.00	.0%	.0
REAL ESTATE/1852MAR	104,044.97	.0%	.0
REAL ESTATE/1856MAR	173,048.67	.0%	.0
REAL ESTATE/1918SR	243,875.17	.0%	.0
REAL ESTATE/KINGS	190,000.00	.0%	.0
REAL ESTATE/VIKING	60,000.00	.0%	.0
REAL ESTATE/MEXICO MO	240,026.00	.0%	.0
REAL ESTATE/2403AVALON	935,035.00	.2%	.2
Total Real Estate Active Rental:	<u>2,093,338.81</u>	.4%	.4
Real Estate Passive:			
BLENHEIM APARTS, LTD.	225,000.00	.0%	.0
COLORADO OASIS LTD.	223,448.00	.0%	.0
CREEKSTONE SOUTH RICE PTRS	291,800.00	.1%	.1
CREEKSTONE WALNUT LP	750,000.00	.1%	.1
DYMAXION APARTMENTS, LTD	22,422.00	.0%	.0
LAKE CHARLES APTS., LTD.	240,000.00	.0%	.0
JESTER APTS PARTNERS,LP	470,413.00	.1%	.1
TRAILSIDE APTS, LTD.	500,000.00	.1%	.1
MILAND INVESTMENTS LLC	640,370.60	.1%	.1
J.T.FAM,SR. INVEST., LTD.	320,728.00	.1%	.1
W.E. TRADE INVESTMENTS LTD	254,647.00	.0%	.0

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W.A.REHAUSENLOT INV LTD	113,342.00	.0%	.0
Total Real Estate Passive:	<u>4,052,170.60</u>	.8%	.8
Farming Interests:			
11ACRES ILLINOIS	4,500.00	.0%	.0
Total Farming Interests:	<u>4,500.00</u>	.0%	.0
Other Investments:			
BROADWING, LLC	100,000.00	.0%	.0
CAPRICORN INVESTORS II LP	594,955.00	.1%	.1
CAPRICORN INVESTORS III	286,024.00	.1%	.1
CARSON PRIV CAP EUROPE LP	1,025,818.00	.2%	.2
CARSON LEGEND LP	250,000.00	.0%	.0
CHASE CAP PTRS PRV FUND	1,116,269.42	.2%	.2
CORPORATE OPPT FUND/SMH-JT	423,000.00	.1%	.1
CHAMPION L.L.C/SMH-JT	143,480.00	.0%	.0
CON-EQUIP LLC/SMH-JT	100,000.00	.0%	.0
CON-EQUIP II LLC/SMH-JT	43,600.00	.0%	.0
ENVIR OPP 500,000SH/SMH-JT	272,000.00	.1%	.1
ENVIRON OPP FUND II/SMH-JT	86,800.00	.0%	.0
HOUSTON NFL HOLDINGS 2.5%	2,500,000.00	.5%	.5
KESTREL VENTURES, LLC	42,441.59	.0%	.0
LAZARD TECH PTRS II LP	327,162.00	.1%	.1
MV PTRNS-CYBER DIALOGUE	346,500.00	.1%	.1
MV PARTNERS	250,000.00	.0%	.0
SANDERS OPPORT FUND/SMH-JT	560,500.00	.1%	.1
SRE PROPERTIES PTR NO. 1	540,000.00	.1%	.1
TACONIC CAPITAL PTRS LP	2,610,932.00	.5%	.5
TCW WESTBRIDGE VENTURES	150,000.00	.0%	.0
VANGUARD VII LP	300,000.00	.1%	.1
Total Other Investments:	<u>12,069,482.01</u>	2.3	2.3
TOTAL LONG-TERM INVESTMENTS	<u>47,935,395.31</u>	9.1	9.1
RETIREMENT/DEFERRED ASSETS			
IRA:			
PAINE WEBBER-IRA/KLL-PW	60,995.46	.0%	.0
Total IRA:	<u>60,995.46</u>	.0%	.0
IRA/Spouse:			
PAINE WEBBER-IRA/LPL-PW	61,025.74	.0%	.0
Total IRA/Spouse:	<u>61,025.74</u>	.0%	.0
Retirement Plan:			
ENRON-RETIREMENT	4,093,696.00	.8%	.8
ENRON SAVINGS RO/PW401K	6,697,695.06	1.3	1.3

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ENRON SAV RO MMA/PW401K	41,936.86	.0%	.0
KEOGH MMA/PW-18	2,359.30	.0%	.0
KEOGH MUNDER TECH/PW-18	380,889.19	.1%	.1
ENRON SAVINGS 401(K)	1,500,813.98	.3%	.3
FID GROWTH CO 401(K)/KLL	26,902.10	.0%	.0
FID OTC 401(K)/KLL	16,705.73	.0%	.0
FID OVERSEAS 401(K)/KLL	23,135.48	.0%	.0
FID MAGELLAN 401(K)/KLL	62,471.61	.0%	.0
MANULIFE ANN KLL/PW-R	5,183,041.74	1.0	1.0
MANULIFE ANN LPL/PW-R	4,313,412.50	.8%	.8
Total Retirement Plan:	<u>22,343,059.55</u>	4.2	4.2
Deferred Compensat'n Plan:			
HNG PLAN-85	69,670.00	.0%	.0
ENRON DEFERRED COMP-85	3,529,400.68	.7%	.7
ENRON DEFERRED COMP-94	1,208,625.63	.2%	.2
ENRON PHANTOM STOCK DEF	40,990,025.08	7.8	7.8
ELI LILLY DEFERRED COMP	1,489,485.50	.3%	.3
TCW DEFERRED COMP	12,358.83	.0%	.0
Total Deferred Compensat'n Plan:	<u>47,299,565.72</u>	8.9	9.0
TOTAL RETIREMENT/DEFERRED ASSETS	<u>69,764,646.47</u>	13.2	13.3
TOTAL WORKING ASSETS	<u>525,878,533.21</u>	99.4	100.0
PERSONAL/NON-EARNING ASSET			
Automobile(s):			
90 JEEP WRANGLER	6,825.00	.0%	
92 4WD JEEP CHEROKEE	11,750.00	.0%	
93 MERCEDES 600SL	63,975.00	.0%	
95 LT SUBURBAN CHEVY	21,365.22	.0%	
96 RANGE ROVER	43,525.00	.0%	
99 MERCEDES ML430	52,693.33	.0%	
97 SUBURBAN CHEVY	29,893.30	.0%	
00 MERCEDES S500V	98,701.59	.0%	
00 MERCEDES ML55	73,348.19	.0%	
00 MERCEDES G500 LWB	149,176.18	.0%	
00 YELLOW JEEP WRANGLER	23,259.26	.0%	
00 SILVER JEEP WRANGLER	23,303.14	.0%	
00 RED JEEP WRANGLER	22,450.70	.0%	
01 GMC DENALI	1,000.00	.0%	
01 GMC YUKON	1,000.00	.0%	
01 GRAND CHEROKEE	37,741.28	.0%	
Total Automobile(s):	<u>660,007.19</u>	.1%	
Home Furnishings:			
HOME FURNISHINGS/HUNT	1,515,003.81	.3%	

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HOME FURNISHINGS/ASPEN	138,984.11	.0%	
HOME FURNISHINGS/B-3431	163,984.20	.0%	
HOME FURNISHINGS/B-3429	80,833.15	.0%	
HOME FURNISHINGS/B-3433	101,410.86	.0%	
HOME FURNISHINGS/ASPEN2	236,641.69	.0%	
Total Home Furnishings:	<u>2,236,857.82</u>	.4%	
Other Vehicles & Equip:			
BW 21' OUTRAGE BOAT	49,327.00	.0%	
DUFFY 18' ELECTRIC BOAT	14,131.25	.0%	
DUFFY 18'-I	4,774.50	.0%	
DUFFY 18'-II	3,274.50	.0%	
HURRICANE 19'	22,695.14	.0%	
SPIRIT CANOE	406.43	.0%	
SUPER SPORT BOAT 1997	33,502.74	.0%	
Total Other Vehicles & Equip:	<u>128,111.56</u>	.0%	
TOTAL PERSONAL/NON-EARNING ASSET	<u>3,024,976.37</u>	.6%	
TOTAL ASSETS	<u>528,903,509.78</u>	100.0	
 <u>LIABILITIES</u>			
CURRENT LIABILITIES			
Notes Payable:			
CHASE BANK LOC	6,863,500.00	1.3	1.3
COMPASS BANK LOC	4,439,871.12	.8%	.8
BANK OF AMER \$40M NON	34,814,391.70	6.6	6.6
PAINE WEBBER-LOC/PW-42	30,403,467.80	5.7	5.8
Total Notes Payable:	<u>76,521,230.62</u>	14.5	14.6
Security Deposits:			
SEC DEPOSIT/Z-1918SR	850.20	.0%	.0
SEC DEPOSIT/Z-1856MAR	125.00	.0%	.0
SEC DEPOSIT/Z-MCDUF	400.00	.0%	.0
Total Security Deposits:	<u>1,375.20</u>	.0%	.0
Margin Acct Liability:			
PAINE WEBBER MARGIN/PW-44	1,633,609.99	.3%	.3
PAINE WEBBER MARGIN/PW-33	10,758,112.76	2.0	2.0
Total Margin Acct Liability:	<u>12,391,722.75</u>	2.3	2.4
TOTAL CURRENT LIABILITIES	<u>88,914,328.57</u>	16.8	16.9
LONG-TERM LIABILITIES			
Home Mortgage:			
BANK OF AMER/HUNTINGDON	4,377,407.33	.8%	.8
BANK OF AMER/HUNT #2 LIEN	491,439.43	.1%	.1

November 16, 2000

Kenneth L. & Linda P. Lay
BALANCE SHEET ANALYSIS
As of: October 31, 2000

	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
BANK OF AMER/HUNT #3 LIEN	492,529.56	.1%	.1
Total Home Mortgage:	<u>5,361,376.32</u>	1.0	1.0
Other Real Estate Mtge:			
BANK OF AMER/ASPEN	1,512,463.23	.3%	.3
CITICORP MORTGAGE/B-3431	202,233.17	.0%	.0
BANK OF AMER/LOTS	95,443.57	.0%	.0
BANK OF AMER/B-3429	241,243.74	.0%	.0
BANK OF AMER/B-3433	526,816.80	.1%	.1
BANK OF AMER/REBA	320,077.40	.1%	.1
BANK OF AMER/2514 AVALON	225,000.00	.0%	.0
BANK OF AM/ASPEN2	4,286,610.14	.8%	.8
BANK OF AM/ASPEN3	5,522,378.00	1.0	1.1
Total Other Real Estate Mtge:	<u>12,932,266.05</u>	2.4	2.5
Investment Liabilities:			
BANK OF AMER/CREEKSTONE	1,200,000.00	.2%	.2
BANK OF AMER/WESTGATE LOT	191,250.00	.0%	.0
BK OF AM/CREDIT FACILITY	2,500,000.00	.5%	.5
Total Investment Liabilities:	<u>3,891,250.00</u>	.7%	.7
Deferred Tax Liabilities:			
DEF TAX LIAB-STK OPT ONLY	99,335,560.40	18.8	18.9
Total Deferred Tax Liabilities:	<u>99,335,560.40</u>	18.8	18.9
TOTAL LONG-TERM LIABILITIES	<u>121,520,452.77</u>	23.0	23.1
BUSINESS LIABILITIES			
Employer Taxes/Bus:			
FICA WITHHELD-EE (TX)	56,095.78	.0%	.0
FICA WITHHELD-LPL EE(TX)	7,431.48	.0%	.0
FIT WITHHELD-EE (TX)	111,359.15	.0%	.0
FIT WITHHELD-LPL EE(TX)	12,740.00	.0%	.0
SIT WITHHELD-EE (MO)	355.20	.0%	.0
SIT WITHHELD-EE (HH-CO)	176.00	.0%	.0
Total Employer Taxes/Bus:	<u>188,157.61</u>	.0%	.0
Accrued FICA Tax/Business:			
FICA PAYABLE-ER (TX)	56,097.65	.0%	.0
FICA PAYABLE-LPL ER(TX)	7,431.48	.0%	.0
Total Accrued FICA Tax/Business:	<u>63,529.13</u>	.0%	.0
TOTAL BUSINESS LIABILITIES	<u>251,686.74</u>	.0%	.0
TOTAL LIABILITIES	<u>210,686,468.08</u>	39.8	40.1
<u>NET WORTH</u>			
TOTAL NET WORTH	<u>318,217,041.70</u>	60.2	60.5

November 16, 200

Kenneth L. & Linda P. Lay
BALANCE SHEET ANALYSIS
As of: October 31, 2000

	<u>Balance</u>	<u>% of Total Assets</u>	<u>% of Working Assets</u>
TOTAL LIABILITIES AND NET WORTH	<u>528,903,509.78</u>	100.0	

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